



ULTRA DENIM LIMITED

(Formerly known as Ultra Denim Private Limited)

Manufacturers & Exporters of Denim and Bottom Fabric

POLICY ON PRESERVATION AND ARCHIVAL OF DOCUMENTS

A. Preamble

A policy on preservation of Documents would ensure safe keeping of the records and safeguard of the documents from getting mishandled, while at the same time avoiding overflow of inventory of documents. The Board of Directors has therefore formulated this policy in pursuance of the Companies Act, 2013 read with Secretarial Standards and Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), on preservation of the Documents to aid the Company in handling the documents efficiently.

The Company shall have a policy for preservation of documents (including through electronic mode), as approved by the Board, and disclose on its website certain events or information prescribed therein to the stock exchange. Such disclosures shall also be made available on the Company's website for certain periods as statutorily required. Accordingly, the Board of Directors of Ultra Denim Limited has formulated and adopted this Preservation and Archival of Company's Documents ("Policy") pursuant to the Listing Regulations in order to have a framework in place to ensure proper hosting of events and information disclosed to the Stock Exchanges pursuant to Regulation 30 of the Listing Regulations (collectively "Disclosed Information")

B. Objective and scope

The objective of this Policy is to have a requisite framework for the preservation & archival of the Company's Documents, which facilitate:

- identification of records that are to be maintained and preserved permanently;
- identification of records that are to be maintained and preserved for a specific period of time;
- dissemination of equal, adequate and timely information to the stakeholders through the website of the Company;
- the stakeholders to track the performance of the Company over regular intervals of time and assess the current status of the Company;
- accessibility of maintained Documents at all reasonable times;
- deciding the mode of preservation of Documents, whether in physical form or in electronic form.

This Policy shall be disclosed on the Company's website at <https://www.ultradenim.in/> in order to inform the stakeholder to facilitate them to retrieve past information which is of statutory nature for a period as disclosed in the Policy.

C. Definitions and Interpretation

In this Policy, words and expressions shall have the meaning assigned to them below:

"Act"

shall mean the Companies Act, 2013 and rules framed thereunder, notified by the Ministry of Corporate Affairs, Government of India, as amended from time to time;

"Applicable Law"

shall mean any law, rules, circulars, guidelines or regulations issued by the Securities and



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Exchange Board of India ("SEBI") and Ministry of Corporate Affairs ("MCA");

"Board of Directors" or "Board"

shall mean the Board of Directors of the Company as constituted from time to time.

"Books of Accounts"

shall mean and include records maintained in respect of—

- (i) all sums of money received and expended by a company and matters in relation to which the receipts and expenditure take place;
- (ii) all sales and purchases of goods and services by the company;
- (iii) the assets and liabilities of the company; and
- (iv) the items of cost as may be prescribed under section 148 of the Act in the case of a company which belongs to any class of companies specified under that section;

"Company"

shall mean Ultra Denim Limited;

"Directors"

shall mean all the members of the Board of Directors of the Company, including the Independent Directors;

"Documents"

shall mean refers to papers, notes, agreements, notices, agenda, circulars, advertisements, declarations, forms, minutes, registers, correspondences, challan or any other record, whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained by the Company either in physical mode or electronic mode, as required to be maintained under any law or regulation for the time being in force;

"Electronic Form"

shall mean any electronic device such as servers, computer, laptop, compact disc, floppy disc, pen drive, space on electronic cloud or any other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Company or otherwise the Company has control over access to it;

"Listing Regulation"

shall mean the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time;

"Maintenance"

shall mean keeping documents, either physically or in electronic form; and



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"Material Events"

means events as specified in Schedule III to the Listing Regulations and upon the occurrence of which a listed entity shall make disclosures to stock exchange(s) and host such disclosures on the listed entity's website

"Preservation & Archival"

shall mean keeping in good order to prevent from being altered, damaged or destroyed and reasonably accessible.

"Website"

means www.ultradenim.in any modification thereof.

D. Classification of Documents

- The classification of the Documents for the purpose of preservation shall be done as under:
 - where there is a period for which the Document is required to be preserved as per Applicable Law(s), for the period required thereunder.
 - where the period for preservation of the Documents has not been prescribed under the Applicable Law(s), till such period those Documents have relevance with reference to any ongoing litigations, proceedings, complaints, disputes, contracts or any like matter.
- The Documents whose preservation shall be permanent in nature in the archives of the Company are listed in **Annexure – A**.
- The Documents whose preservation shall be for periods, not less than eight years after completion of relevant transaction and miscellaneous are listed in **Annexure – B**.

E. Management of the Documents

- The preservation of the Documents is managed to ensure that there is no tampering, alteration, destruction or any other action which would endanger the content, authenticity, utility and accessibility of the Documents.
- The heads of the respective departments of the Company shall be responsible for maintenance of the Documents.

F. Disposal and destruction of the Documents

- The Documents specified in Annexure B which are not required to be maintained and preserved permanently, may be destroyed after the expiry of the specified retention period in such mode and under the instructions approved by the functional and departmental heads.
- Disposal and destruction of the Documents will be done by the respective departments, post the required timeframe after the approval of department head. The activity is done by the delegated person as directed by the department head. The activity will be documented with information on date, time, name of the person approved & disposed and way of disposal.
- Destruction of the Documents as a normal administrative practice shall be followed for the records which are duplicate/unimportant/irrelevant.



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4. The Documents may also be destroyed as follows:
 - a) recycling of non-confidential papers;
 - b) shredding or otherwise rendering of unreadable confidential papers; and
 - c) deleting or destroying electronically stored data.

G. Archival of Information

1. Disclosure of events or information under Regulation 30(8) of the Listing Regulations.
 - a) All events or information disclosed under Regulation 30(8) of the Listing Regulations and any other Regulations to the Stock Exchanges on which the Company is listed and hosted on the Company's website shall be available on the Company's website for a period of five (5) years or for such period as may be mandated under law from the date of uploading of the same on the website. However, if the disclosure requires a longer storage, the same will be considered appropriately.
 - b) Depending upon the nature, materiality, impact and relevance of the material event, the disclosure of such material event can continue to remain hosted on the Company's website for a longer period of time as decided by the Board from time to time.
 - c) On a quarterly basis all announcements/ disclosures on the website of the Company would be moved to the archival folder after a period of five (5) years from the date on which such disclosures/ announcements were made. The archived folder would be available for a period of one (1) or two (2) years.
2. Disclosure under other statutes and legislations
 - a) All information required to be uploaded on the Company's website in pursuance of any other statute / legislation / regulation, shall be hosted on the Company's website, in the form, manner and for such period as may be mandated by that statute / legislation / regulation etc.
 - b) In cases where the concerned statute / legislation / regulation does not prescribe any period, the required data shall be hosted on the website for a minimum period of one (1) year from the date of uploading or more if deemed necessary.

H. Removal of records from website

Any Documents, information, form, or return etc. disclosed on the Website may be removed or deleted from the website after such disclosure period as stated above.

I. REVIEW OF THE WEBSITE CONTENT

The website of the Company shall be periodically reviewed in order to ensure updation, as per regulations amended from time to time

J. Archiving

Post the disclosure period, the records removed from the website shall be placed in electronic archives. Depending upon the criticality/ importance of records being



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removed, the Company may retain those records having long term value in the archives for permanent/ specified period storage and to suitably deal with the records accordingly.

K. Modifications

Any changes in the Policy shall be approved by the Board. The Board shall have the right to withdraw and / or amend and / or modify any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and mandatory.

In case if any provisions of the Policy are contrary to or inconsistent with the provisions of the Companies Act, 2013, rules framed thereunder and Listing Regulations ("Statutory Provisions") then the Statutory Provisions shall prevail over the Policy to that extent and the Policy shall be deemed to have been amended so as to be read in consonance with the Statutory Provisions.

As this Policy is pursuant to the applicable laws, if any change to applicable laws or interpretation thereof necessitates any change to the Policy, this Policy shall be read so as to accommodate the changes.

L. OFFICER RESPONSIBLE

The Company Secretary and Compliance Officer of the Company shall be responsible for ensuring overall compliance of the policy.

M. EFFECTIVE DATE

Provisions of the regulations under this policy shall be applicable to the company from the date when the securities of the company are listed on Stock Exchanges.

N. DISCLOSURE

This Policy will be disclosed on the Company's website www.ultradenim.in.

O. General

Where the terms of this Policy differ from any existing or newly enacted law, rule, or regulation, the law, rule or regulation will take precedence over this Policy from the effective date of such law, rule or regulation.

For interpretation of this Policy, reference and reliance may be placed upon circulars/clarifications issued by the MCA, SEBI and/or any other authority.



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ANNEXURE - A

Preservation - Permanent in Nature

Sr. No	Records
1.	Certificate of incorporation
2.	Memorandum and Articles of Association
3.	Agreements made by the Company with Stock Exchanges, Depositories, etc.
4.	Minute Books of General Meetings, Board and Committee Meetings as per Companies Act, 2013
5.	Register and Index of Members, debenture-holders, if any or other security holders, if any
6.	Register of Directors and Key Managerial Personnel
7.	Register of Contracts as per Companies Act, 2013
8.	Register of Charges as per Companies Act, 2013
9.	Files relating to premises viz. Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register
10.	Authorization / licenses obtained from any statutory authority
11.	Policies of the Company framed under various regulations
12.	Register of disposal of records
13.	Certificates obtained from various statutory authorities
14.	Such other records as may be required under any law from time to time.



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BCI Better Cotton Initiative

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ANNEXURE - B

Preservation – For not less than 8 years after completion of the relevant transaction

Sr. No.	Records
1	Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013
2	Register of Inter Corporate Loans and Investments as per the Companies Act, 2013
3	Annual Returns as per Companies Act, 2013
4	Register of Deposits as per Companies Act, 2013
5	Register of Allotment (from the date of each allotment) as per Companies Act, 2013
6	Annual financial statements including: - Annual accounts - Directors report - Auditors report
7	Vouchers / Voucher register and books of accounts as defined under sub-section 13 of section 2 of the Companies Act, 2013
8	Income Tax Returns filed under Income Tax Act, 1961
9	All notices in form MBP – 1 received from Directors and KMPs alongwith any amendment thereto
10	Return of declaration in respect of beneficial interest in any share as per Companies Act, 2013
12	Records relating to Court Cases / CBI Cases / Police Cases/ Civil Suits/ Labour Court Cases/ Arbitration Cases.
13	Compliance Reports received from any statutory authority
14	Correspondences made with any statutory authority
15	Register of Power of attorneys, if any
16	Forms and returns filed with RBI/MCA or with any other statutory authority



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